



COPY

September 26, 2011

RECORDATION NO.

29858-A
FILED

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SURFACE TRANSPORTATION BOARD

Ms Cynthia T Brown
Director, Section of Administration
Office of Proceedings
395 E Stree, SW
Surface Transportation Board
Washington, D C. 20423-0001

Dear Ms Brown

I have enclosed an original and one copy of the following documents described below, to be recorded pursuant to 49 USC 11031 and 49 CFR Part 1177

- 1 Partial Release of Lien of Security Agreement, a secondary document dated November 29, 2004. The Primary document to which this document is connected was recorded under Recordation No. 25356 on December 17, 2004
- 2 Partial Release of Lien of Security Agreement, a secondary document dated October 18, 2002 The Primary document to which this document is connected was recorded under Recordation No. 24177 recorded on October 25, 2002
3. Partial Release of Lien of Security Agreement, a secondary document dated August 2, 2011 The Primary document to which this document is connected was recorded under Recordation No. 29858 recorded on August 15, 2011
- 4 Memorandum of Partial Termination of Lease, a secondary document dated May 28, 2004 The primary document to which this document is connected was recorded under Recordation No 25330 of December 8, 2004

The names and addicsses of the parties to the documents are as follows

Lender/Secured Party: Commerce Bank
7650 Edinborough Way, Suite 150
Edina, MN 55435

Borrowers. Progressive Rail Incorporated
Great Western Supply Company, LLC
3-D Trucking, LLC
Rail Retrievers Logistics, LLC
PGR Services, LLC
Empire Builders Investments Inc.

Central Midland Railway Company
Scott Land Company, LLC
21778 Highview Avenue
Lakeville, MN 55044

A description of the equipment covered by the document on which the lien is released follow:

A fee of \$164.00 is enclosed for the four (4) releases. Please return the original and any extra copies not needed by the Board for recordation to my attention.

A short summary of the document to appear in the index follows.

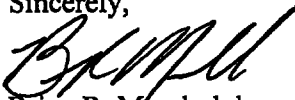
Partial Release of Lien of Security Agreement dated October, 18, 2002 by Commerce Bank in favor of Progressive Rail Incorporated, Great Western Supply Company, LLC, 3-D Trucking, LLC, Rail Retrievers Logistics, LLC and PGR Services, LLC terminating the lien and security interest covering a lien on eleven (11) boxcars granted in Security Agreement dated October 25, 2002 with Recordation No. 24177

Partial Release of Lien of Security Agreement dated November, 29, 2004 by Commerce Bank in favor of Progressive Rail Incorporated, Great Western Supply Company, LLC, 3-D Trucking, LLC, Rail Retrievers Logistics, LLC and PGR Services, LLC terminating the lien and security interest covering a lien on eleven (11) boxcars granted in Security Agreement dated December 17, 2004 with Recordation No. 25356

Partial Release of Lien of Security Agreement dated August 2, 2011 by Commerce Bank in favor of Progressive Rail Incorporated, Empire Builders Investments Inc., Rail Retrievers Logistics, LLC, Central Midland Railway Company, and Scott Land Company, LLC terminating the lien and security interest covering a lien on eleven (11) boxcars granted in Security Agreement dated August 15, 2011 with Recordation No. 29858

Memorandum of Partial Termination of Lease Agreement dated May 28, 2004 by Commerce Bank in favor of Progressive Rail Incorporated, Great Western Supply Company, LLC, 3-D Trucking, LLC, Rail Retrievers Logistics, LLC and PGR Services, LLC terminating the lien and security interest covering a lien on eleven (11) boxcars granted in Memorandum of Lease dated May 28, 2004 with Recordation No. 25330

Sincerely,



Brian R. Munderloh
Senior Vice President

BRM:brm
Enclosures

PARTIAL RELEASE OF SECURITY AGREEMENT

OCT 06 '11

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SURFACE TRANSPORTATION BOARD

WHEREAS, Commerce Bank ("Lender") and Progressive Rail Incorporated, Great Western Supply Company, LLC, 3-D Trucking, LLC, Rail Retrievers Logistics, LLC and PGR Services, LLC ("Borrowers") entered into the following Security Agreements ("Security Agreements")

- (1) Security Agreement dated as of October 18, 2002 filed with a Surface Transportation Board file #24177 recorded on October 25, 2002
- (2) Security Agreement dated November 29, 2004 filed with a Surface Transportation Board file #25356 recorded on December 17, 2004.
- (3) Security Agreement dated August 2, 2011 filed with a Surface Transportation Board file #29858 recorded on August 15, 2011.

covering, among other things, certain boxcars; and,

WHEREAS, Lender has agreed to a Partial Release of its Lien with respect to the eleven (11) boxcars described on Exhibit A.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned Lender hereby releases its Security Interest with respect to the eleven (11) boxcars described on Exhibit A

IN WITNESS WHEREOF, said Lender has caused this Partial Release of Lien of Security Agreement to be duly executed this 26 day of September, 2011.

COMMERCE BANK

By: Name Brian B. MunderlohIts: Senior Vice President

STATE OF MINNESOTA)
) SS:
COUNTY OF HENNEPIN)

ON THIS 26 day of September, 2011 before me personally appeared Brian R Munderloh, to me personally known, who being by me duly sworn, says that he is the Senior Vice President of Commerce Bank, and being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the institution by himself/herself as such officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal

Kari Lynn Goblish
Notary Public

Notary Stamp



Exhibit A

Description:

Eleven (11) RBL, 100-ton, insulated, Plate C boxcars. Each such boxcar shall: (i) be equipped with air packs, and (ii) have all refrigerated equipment removed

Reporting Marks & Numbers:

**Reporting
Mark &
Number**

PGR 002679
PGR 002682
PGR 002703
PGR 002709
PGR 002723
PGR 002725
PGR 002726
PGR 002730
PGR 002731
PGR 002733
PGR 002740

MEMORANDUM OF PARTIAL TERMINATION OF LEASE

Commerce Bank, a Minnesota corporation (the "Lessor"), for good and valuable consideration the receipt and sufficiency of which is acknowledged, terminates and releases all of its rights and interests (including without limitation any rights and interests as Lessor and any security interests, liens, chattel mortgages, and other rights and interests as secured party) to the Memorandum of Lease dated May 28, 2004, each by and between Commerce Bank, as Lessor, and Progressive Rail Incorporated as Lessee, (collectively, the "Lease") pursuant to which Lease the Lessor leased to the Lessee eleven (11) boxcars.

This Partial Termination relates solely to the eleven (11) railcars described on Schedule A attached hereto and shall not affect the lease of any other railcar not listed on Schedule A

Said Memorandum of Lease was recorded with the Surface Transportation Board on December 8, 2004 under Recordation No. 25330.

Dated as of this 26 day of September, 2011

COMMERCE BANK

By: _____

Title: Senior Vice President

STATE OF Minnesota

) SS:

COUNTY OF Hennepin

I, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Brian R. Munderloh as Senior Vice President of Commerce Bank, personally known to me or to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of Commerce Bank for the uses and purposes therein set forth.

Given my hand and notarial seal this 26 day of September, 2011.

Kari Lynn Goblish
Notary Public

My Commission Expires:

Jan 31 2013



Schedule A

DESCRIPTION OF EQUIPMENT

Eleven (11) railcars with the following reporting marks:

**Reporting Mark
& Number**

PGR 002679

PGR 002682

PGR 002703

PGR 002709

PGR 002723

PGR 002725

PGR 002726

PGR 002730

PGR 002731

PGR 002733

PGR 002740